

EXHIBIT D

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JMJ Films, Inc.

HEARING DATE: July 22, 2009
HEARING TIME: 9:45 A.M.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:

Chapter 11

GENERAL MOTIORS CORP., *et al.*

09-50026 (REG)

Jointly Administered

Debtor and
Debtor-in-Possession.

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**ORDER PURSUANT TO § 365(a) ASSUMING AS MODIFIED JMJ EXECUTORY
AGREEMENT**

Upon the Motion by the debtor pursuant to 11 U.S.C. § 365 for entry of an Order rejecting certain of the Debtor's executory contracts; (the "Motion") and it appearing that good and sufficient notice of the Motion having been provided; and the Court having considered the Motion, the opposition thereto, if any, and the arguments of counsel, if any; and for good cause shown,

IT IS ORDERED as follows:

1. As to JMJ Films, Inc. the Motion is denied.
2. Pursuant to Section 365(a) of the Bankruptcy Code the JMJ Films, Inc. agreement with the Debtor is assumed as modified in the annexed agreement.
3. Pursuant to Section 365(a) of the Bankruptcy Code, the debtor shall pay JMJ a cure amount in the amount of \$167,606.14 within 10 days of the entry of this order.
4. This Court retains jurisdiction over any and all matters with respect to the relief granted herein.

Dated: New York, New York
July _____, 2009

SO ORDERED

U.S.B.J.